

DESCRIPTION OF TRANSACTION

ITV-3, LLC (the “Registrant”) notifies the Commission of the transfer of control of Registrant to WH i3B Bidco LLC (“Transferee”). Pursuant to Section 25.119(j) of the Commission’s rules, approval was not required for the Transaction (as defined below).

On December 14, 2020 and pursuant to the terms of the Membership Interest Purchase Agreement dated September 8, 2020 by and among Transferee, Seaport/CWBG Broadband Holdings, LLC, and the Kuwait Investment Authority (“KIA”), Transferee acquired control of Registrant and its affiliates, i3 Broadband, LLC and Service Area 5 Holdings, LLC (the “Transaction”). Upon completion of the transfer of control transaction, Registrant became a wholly-owned, direct subsidiary of Transferee.

Registrant is a Delaware limited liability company with principal offices at 602 High Point Lane, East Peoria, IL 61611. Registrant provides cable television, video, and broadband services in Illinois. Prior to the Transaction, Registrant was owned by Seaport/CWBG Broadband Holdings, LLC.

Transferee is a Delaware limited liability company formed for the purposes of the Transaction. Transferee is indirectly and wholly owned by the KIA, and is managed by Wren House Infrastructure Management Limited (“Wren House”), the KIA’s global investment manager for direct infrastructure investments. Based in London, United Kingdom, Wren House is a captive global infrastructure investment manager with a clear mandate that drives a flexible and commercial approach to investment and a focus on delivering attractive risk-adjusted equity returns. Wren House’s portfolio includes investments in airports, ports, water, energy generation (conventional and renewables), distribution and transmission, and spans 12 countries and over 10,000 employees in the UK, Europe, Australia, Central and South America. Wren House is also active in midstream, digital infrastructure – including towers, fiber and data centers, healthcare and education infrastructure. Wren House is a wholly owned subsidiary of the KIA, which is the oldest and one of the largest sovereign wealth funds in the world.